## What is claimed is:

1. A compound of Formula I or a pharmaceutically acceptable salt thereof:

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wherein

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R<sup>1</sup> is selected from C<sub>1-10</sub>alkyl, C<sub>2-10</sub>alkenyl, C<sub>2-10</sub>alkynyl, R<sup>5</sup>R<sup>6</sup>N-C<sub>1-6</sub>alkyl,  $R^5O-C_{1-6}$  alkyl,  $R^5C(=O)N(-R^6)-C_{1-6}$  alkyl,  $R^5R^6NS(=O)_2-C_{1-6}$  alkyl,  $R^5CS(=O)_2N(-R^6)-C_{1-6}$  $C_{1-6}$ alkyl,  $R^5R^6NC(=O)N(-R^7)-C_{1-6}$ alkyl,  $R^5R^6NS(=O)_2N(R^7)-C_{1-6}$ alkyl,  $C_{6-10}$ aryl- $C_{1-6}$ alkyl,  $C_{6-10}$ aryl-C(=O)- $C_{1-6}$ alkyl,  $C_{3-10}$ cycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl-10  $C_{1-6}$ alkyl,  $C_{3-6}$ heterocyclyl- $C_{1-6}$ alkyl,  $C_{3-6}$ heterocyclyl-C(=O)- $C_{1-6}$ alkyl,  $C_{1-10}$ hydrocarbylamino,  $R^5R^6N$ -,  $R^5O$ -,  $R^5C$ (=O)N(- $R^6$ )-,  $R^5R^6NS$ (=O)<sub>2</sub>-,  $R^5CS(=O)_2N(-R^6)$ -,  $R^5R^6NC(=O)N(-R^7)$ -,  $R^5R^6NS(=O)_2N(R^7)$ -,  $C_{6-10}$ aryl,  $C_{6-10}$ aryl-C(=O)-, C<sub>3-10</sub>cycloalkyl, C<sub>4-8</sub>cycloalkenyl, C<sub>3-6</sub>heterocyclyl and C<sub>3-6</sub>heterocyclyl-C(=0)-; wherein said  $C_{1-10}$ alkyl,  $C_{2-10}$ alkenyl,  $C_{2-10}$ alkynyl,  $C_{6-10}$ aryl- $C_{1-6}$ alkyl, 15  $C_{6\text{--}10} aryl-C(=O)-C_{1\text{--}6} alkyl, \ C_{3\text{--}10} cycloalkyl-C_{1\text{--}6} alkyl, \ C_{4\text{--}8} cycloalkenyl-C_{1\text{--}6} alkyl, \ C_{4\text{--}8} cycloalken$ C<sub>3-6</sub>heterocyclyl-C<sub>1-6</sub>alkyl, C<sub>3-6</sub>heterocyclyl-C(=O)-C<sub>1-6</sub>alkyl, C<sub>1-10</sub>hydrocarbylamino,  $C_{6-10}$ aryl,  $C_{6-10}$ aryl-C(=O)-,  $C_{3-10}$ cycloalkyl,  $C_{4-8}$ cycloalkenyl,  $C_{3-6}$ heterocyclyl or C<sub>3-6</sub>heterocyclyl-C(=O)- used in defining R<sup>1</sup> is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy, 20 and –NR<sup>5</sup>R<sup>6</sup>;

 $R^2$  is selected from  $C_{1-10}$ alkyl,  $C_{2-10}$ alkenyl,  $C_{2-10}$ alkynyl,  $C_{3-10}$ cycloalkyl,  $C_{3-10}$ cycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl- $C_{1-6}$ alkyl,  $C_{3-6}$ heterocycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl,  $R^5R^6N$ -,  $C_{3-5}$ heteroaryl,  $C_{6-10}$ aryl and  $C_{3-6}$ heterocycloalkyl, wherein said  $C_{1-10}$ alkyl,  $C_{2-10}$ alkenyl,  $C_{2-10}$ alkynyl,  $C_{3-8}$ cycloalkyl,  $C_{3-8}$ cycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl- $C_{1-6}$ alkyl,  $C_{3-6}$ heterocycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl,  $C_{3-6}$ heterocycloalkyl used in defining  $R^2$  is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy, and  $-NR^5R^6$ ;

wherein  $R^5$ ,  $R^6$  and  $R^7$  are independently selected from –H,  $C_{1-6}$ alkyl,  $C_{2-6}$ 6alkenyl,  $C_{2-6}$ alkynyl, and a divalent  $C_{1-6}$ group that together with another divalent  $R^5$ ,  $R^6$  or  $R^7$  forms a portion of a ring;

 $R^3$  is selected from –H,  $C_{1-10}$ alkyl,  $C_{2-10}$ alkenyl,  $C_{2-10}$ alkynyl,  $C_{3-10}$ cycloalkyl,  $C_{3-10}$ cycloalkyl,  $C_{3-6}$ heterocycloalkyl,  $C_{3-6}$ heterocycloalkyl,

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optionally substituted with one or more

groups selected from C<sub>1-6</sub>alkyl, halogen, amino and C<sub>1-6</sub>alkoxy;

each of R<sup>8</sup> and R<sup>9</sup> is independently selected from –H, C<sub>1-10</sub>alkyl, C<sub>2-10</sub>alkenyl, C<sub>2-10</sub>alkynyl, C<sub>3-10</sub>cycloalkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-6</sub>alkyl, C<sub>3-6</sub>heterocyclyl, C<sub>6-10</sub>aryl, C<sub>3-6</sub>heterocylcyl-C<sub>1-6</sub>alkyl, C<sub>6-10</sub>aryl-C<sub>1-6</sub>alkyl, and a divalent C<sub>1-6</sub>group that together with another divalent group selected from R<sup>8</sup> and R<sup>9</sup> forms a portion of a ring, wherein said C<sub>1-10</sub>alkyl, C<sub>2-10</sub>alkenyl, C<sub>2-10</sub>alkynyl, C<sub>3-10</sub>cycloalkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-6</sub>alkyl, C<sub>3-6</sub>heterocyclyl, C<sub>6-10</sub>aryl, C<sub>3-6</sub>heterocylcyl-C<sub>1-6</sub>alkyl, C<sub>6-10</sub>aryl-C<sub>1-6</sub>alkyl, or divalent C<sub>1-6</sub>group is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy, and –NR<sup>5</sup>R<sup>6</sup>; and

 $R^4$  is selected from –H,  $C_{1-10}$ alkyl,  $C_{2-10}$ alkenyl,  $C_{2-10}$ alkynyl,  $C_{3-10}$ cycloalkyl,  $C_{3-10}$ cycloalkyl- $C_{1-6}$ alkyl, and  $C_{4-8}$ cycloalkenyl- $C_{1-6}$ alkyl.

## 2. A compound as claimed in claim 1, wherein

R<sup>1</sup> is selected from C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>2-6</sub>alkynyl, phenyl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl, C<sub>4-6</sub>cycloalkenyl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>heterocyclyl-C<sub>1-4</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>3-10</sub>cycloalkyl, C<sub>3-10</sub>heterocyclyl and C<sub>4-6</sub>cycloalkenyl, wherein said C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>2-6</sub>alkynyl, phenyl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl, C<sub>4-6</sub>cycloalkenyl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>heterocyclyl-C<sub>1-4</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>3-10</sub>cycloalkyl, C<sub>3-10</sub>heterocyclyl and C<sub>4-6</sub>cycloalkenyl used in defining R<sup>1</sup> is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy, and -NR<sup>5</sup>R<sup>6</sup>;

R<sup>2</sup> is selected from C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>cycloalkyl, C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl, C<sub>4-6</sub>cycloalkenyl-C<sub>1-4</sub>alkyl, C<sub>3-6</sub>heterocycloalkyl-C<sub>1-4</sub>alkyl, C<sub>4-6</sub>cycloalkenyl, C<sub>3-5</sub>heteroaryl, R<sup>5</sup>R<sup>6</sup>N-, and phenyl, wherein said C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>cycloalkyl, C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl, C<sub>4-6</sub>cycloalkenyl-C<sub>1-4</sub>alkyl,

 $C_{3-6}$ heterocycloalkyl- $C_{1-4}$ alkyl,  $C_{4-6}$ cycloalkenyl,  $C_{3-5}$ heteroaryl,  $R^5R^6N$ -, and phenyl used in defining  $R^2$  is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy and -NR $^5R^6$ ;

R<sup>3</sup> is selected from -H, C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>cycloalkyl, C<sub>3-</sub>

6heterocycloalkyl,  $R^{9}$  and  $R^{8}$  optionally substituted with one or more groups selected from  $C_{1-6}$  alkyl and halogen;

each of R<sup>8</sup> and R<sup>9</sup> is independently selected from –H, C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>cycloalkyl, C<sub>3-6</sub>cycloalkyl-C<sub>1-6</sub>alkyl, C<sub>3-6</sub>heterocyclyl and C<sub>3-6</sub>heterocylcyl-C<sub>1-6</sub>alkyl, wherein said C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>cycloalkyl, C<sub>3-6</sub>cycloalkyl-C<sub>1-6</sub>alkyl, C<sub>3-6</sub>heterocyclyl, C<sub>3-6</sub>heterocylcyl-C<sub>1-6</sub>alkyl and a divalent C<sub>1-6</sub>group that together with another divalent group selected from R<sup>8</sup> and R<sup>9</sup> forms a portion of a ring, wherein said C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>cycloalkyl, C<sub>3-6</sub>cycloalkyl-C<sub>1-6</sub>alkyl, C<sub>3-6</sub>heterocyclyl and C<sub>3-6</sub>heterocylcyl-C<sub>1-6</sub>alkyl, wherein said C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>cycloalkyl, C<sub>3-6</sub>heterocyclyl, C<sub>3-6</sub>heterocylcyl-C<sub>1-6</sub>alkyl or divalent C<sub>1-6</sub>group are optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy and –NR<sup>5</sup>R<sup>6</sup>; and R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are independently selected from –H and C<sub>1-3</sub>alkyl.

3. A compound as claimed claim 1,

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wherein R<sup>1</sup> is selected from C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, phenyl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl, C<sub>4-6</sub>cycloalkenyl-C<sub>1-4</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>3-10</sub>cycloalkyl, C<sub>3-6</sub>heterocycloalkyl-C<sub>1-4</sub>alkyl, and C<sub>4-6</sub>cycloalkenyl, wherein said C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, phenyl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl, C<sub>4-6</sub>cycloalkenyl-C<sub>1-4</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>3-10</sub>cycloalkyl, C<sub>3-6</sub>heterocycloalkyl-C<sub>1-4</sub>alkyl, and C<sub>4-6</sub>cycloalkenyl used in defining R<sup>1</sup> is optionally substituted by one or more groups selected from halogen, methoxy, ethoxy, methyl, ethyl, hydroxy, and –NR<sup>5</sup>R<sup>6</sup>;

 $R^2$  is selected from  $C_{1-6}$ alkyl,  $C_{2-6}$ alkenyl,  $C_{3-6}$ cycloalkyl and  $C_{3-6}$ cycloalkyl- $C_{1-4}$ alkyl, wherein said  $C_{1-6}$ alkyl,  $C_{2-6}$ alkenyl,  $C_{3-6}$ cycloalkyl and  $C_{3-6}$ cycloalkyl- $C_{1-4}$ alkyl used in defining  $R^2$  is optionally substituted by one or more groups selected from halogen, methoxy, ethoxy, methyl, ethyl, hydroxy and  $-NR^5R^6$ ;

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 $R^3$  is selected from  $C_{2-6}$ alkyl,  $C_{3-6}$ heterocycloalkyl and  $R^9$  optionally substituted with one or more  $C_{1-6}$ alkyl, and;

wherein said C<sub>3-6</sub>heterocycloalkyl contain at least one nitrogen ring atom and the radical of C<sub>3-6</sub>heterocycloalkyl is located on the at least one nitrogen ring atom, and wherein each of R<sup>8</sup> and R<sup>9</sup> is independently selected from –H, C<sub>1-6</sub>alkyl, morpholinyl- C<sub>1-3</sub>alkyl, pyrrolidinyl-C<sub>1-3</sub>alkyl, and piperidinyl-C<sub>1-3</sub>alkyl, wherein said C<sub>1-6</sub>alkyl, morpholinyl-C<sub>1-3</sub>alkyl, pyrrolidinyl-C<sub>1-3</sub>alkyl, and piperidinyl-C<sub>1-3</sub>alkyl are optionally substituted by one or more groups selected from halogen, methoxy, ethoxy, methyl, ethyl, hydroxy and –NR<sup>5</sup>R<sup>6</sup>; and

R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are independently selected from -H and C<sub>1-3</sub>alkyl.

## 4. A compound as claimed in claim 1, wherein

R<sup>1</sup> is selected from cyclohexylmethyl, cyclopentylmethyl, cyclobutylmethyl, cyclopropylmethyl, 4,4-difluorocyclohexanemethyl, cyclohexylethyl, cyclohexylethyl, cyclopentylethyl, tetrahydropyranylmethyl, tetrahydrofuranylmethyl, 1-piperidinylethyl, N-methyl-2-piperidinyl-methyl and benzyl;

R<sup>2</sup> is selected from t-butyl, n-butyl, 2-methyl-2-butyl, isopentyl, 2-methoxy-2-propyl, 2-hydroxy-propyl, trifluoromethyl, 1,1-difluoroethyl, 2,2,2-trifluoroethyl, 1-cyclopropyl-ethyl, 1-methyl-propyl, 1,1-dimethyl-propyl, 1,1-dimethyl-3-buten-1-yl, ethyl, and 2-propyl;

 $R^3$  is  $C_{2\text{-}5}alkyl$  and  $R^8R^9N\text{-},$  wherein  $R^8$  and  $R^9$  are independently selected from –H, and  $C_{1\text{-}3}alkyl$ .

## 5. A compound selected from:

25 N-[2-tert-Butyl-1-(cyclohexylmethyl)-1H-benzimidazol-5-yl]-N,N',N'-trimethylsulfamide;

N-[2-tert-Butyl-1-(cyclohexylmethyl)-1H-benzimidazol-5-yl]-N',N'-diethyl-N-methylsulfamide;

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N-[1-(cyclohexylmethyl)-2-(1,1-dimethylpropyl)-1 $H$ -benzimidazol-5-yl]- $N$ , $N$
dimethyl-sulfamide;

N-[2-tert-Butyl-1-(tetrahydro-2H-pyran-4-ylmethyl)-1H-benzimidazol-5-yl]-N-methylbutane-1-sulfonamide;

N-[2-tert-Butyl-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]-N-methyl-2-pyrrolidin-1-ylethanesulfonamide;

N-[2-tert-Butyl-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]N-methyl-2-morpholin-4-ylethanesulfonamide;

N-[2-tert-Butyl-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]-N-methyl-2-piperidin-1-ylethanes-ulfonamide;

N-[2-tert-Butyl-1-(tetrahydro-2H-pyran-4-ylmethyl)-1H-benzimidazol-5-yl]-2-methoxy-N-methylethanesulfon amide;

N-[2-tert-Butyl-1-(tetrahydro-2H-pyran-4-ylmethyl)-1H-benzimidazol-5-yl]-2-[(2-hydroxyethyl)amino]-N-methylethanesulfonamide;

2-(2-Aminoethoxy)-N-[2-tert-butyl-1-(tetrahydro-2H-pyran-4-ylmethyl)-1H-benzimidazol-5-yl]-N-methylethamesulfonamide;

25 N-[2-tert-Butyl-1-(tetrahydro-2H-pyran-4-ylmethyl)-1H-benzimidazol-5-yl]N-methylethylenesulfonamide;

N-{2-tert-Butyl-1-[(4,4-difluorocyclohexyl)methyl]-1H-benzimidazol-5-yl}-N-methylbutane-1-sulfonamide;

N-{2-tert-Butyl-1-[(4,4-difluorocyclohexyl)methyl]-1H-benzimidazol-5-yl}-N-methyl-2-piperidin-1-ylethanesulfonamide and pharmaceutically acceptable salts thereof.

6. A compound according to any one of claims 1-5 for use as a medicament.

- 7. The use of a compound according to any one of claims 1-5 in the manufacture
  5 of a medicament for the therapy of pain.
  - 8. The use of a compound according to any one of claims 1-5 in the manufacture of a medicament for the treatment of anxiety disorders.
- 9. The use of a compound according to any one of claims 1-5 in the manufacture of a medicament for the treatment of cancer, multiple sclerosis, Parkinson's disease, Huntington's chorea, Alzheimer's disease, gastrointestinal disorders and cardiovascular disorders.
- 15 10. A pharmaceutical composition comprising a compound according to any one of claims 1-5 and a pharmaceutically acceptable carrier.
  - 11. A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to any one of claims 1-5.
    - 12. A method for preparing a compound of Formula I,

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$$R^{3} = \overset{O}{\overset{R^{4}}{\overset{1}{\circ}}} \times \overset{N}{\overset{N}{\overset{N}{\overset{N}{\overset{N}{\circ}}}}} = R^{2}$$

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25 comprising the step of reacting a compound of Formula II,

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and -NR<sup>5</sup>R<sup>6</sup>;

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with a compound of R<sup>2</sup>C(=O)X, in the presence of a base and optionally a coupling reagent, followed by treatment by an acid; wherein

X is selected from Cl, Br, F and OH;

 $R^1 \text{ is selected from } C_{1-10} \text{alkyl}, \ C_{2-10} \text{alkenyl}, \ C_{2-10} \text{alkynyl}, \ R^5 R^6 N - C_{1-6} \text{alkyl}, \ R^5 C (=O) N (-R^6) - C_{1-6} \text{alkyl}, \ R^5 R^6 N S (=O)_2 - C_{1-6} \text{alkyl}, \ R^5 C S (=O)_2 N (-R^6) - C_{1-6} \text{alkyl}, \ R^5 R^6 N S (=O)_2 N (R^7) - C_{1-6} \text{alkyl}, \ C_{6-10} \text{aryl} - C_{1-6} \text{alkyl}, \ R^5 R^6 N S (=O)_2 N (R^7) - C_{1-6} \text{alkyl}, \ C_{6-10} \text{aryl} - C_{1-6} \text{alkyl}, \ C_{3-10} \text{cycloalkyl} - C_{1-6} \text{alkyl}, \ C_{4-8} \text{cycloalkenyl} - C_{1-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{1-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{1-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{1-6} \text{alkyl}, \ C_{1-10} \text{hydrocarbylamino}, \ R^5 R^6 N - R^5 O - R^5 C (=O) N (-R^6) - R^5 R^6 N S (=O)_2 - R^5 C S (=O)_2 N (-R^6) - R^5 R^6 N C (=O) N (-R^7) - R^5 R^6 N S (=O)_2 N (R^7) - C_{6-10} \text{aryl} - C (=O) - C_{3-10} \text{cycloalkyl}, \ C_{4-8} \text{cycloalkenyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{1-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{1-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{1-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{alkyl}, \ C_{3-6} \text{heterocyclyl} - C (=O) - C_{3-6} \text{heterocyclyl} - C (=O) -$ 

 $R^2$  is selected from  $C_{1-10}$ alkyl,  $C_{2-10}$ alkenyl,  $C_{2-10}$ alkynyl,  $C_{3-10}$ cycloalkyl,  $C_{3-10}$ cycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl- $C_{1-6}$ alkyl,  $C_{3-6}$ heterocycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl,  $R^5R^6N$ -,  $C_{3-5}$ heteroaryl,  $C_{6-10}$ aryl and  $C_{3-6}$ heterocycloalkyl, wherein said  $C_{1-10}$ alkyl,  $C_{2-10}$ alkenyl,  $C_{2-10}$ alkynyl,  $C_{3-8}$ cycloalkyl,  $C_{3-8}$ cycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl- $C_{1-6}$ alkyl,  $C_{3-6}$ heterocycloalkyl- $C_{1-6}$ alkyl,  $C_{4-8}$ cycloalkenyl,  $C_{3-5}$ heteroaryl,  $C_{6-10}$ aryl or  $C_{3-6}$ heterocycloalkyl used in defining  $R^2$  is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy, and  $-NR^5R^6$ ;

wherein  $R^5$ ,  $R^6$  and  $R^7$  are independently selected from –H,  $C_{1-6}$ alkyl,  $C_{2-6}$ alkenyl,  $C_{2-6}$ alkynyl, and a divalent  $C_{1-6}$ group that together with another divalent  $R^5$ ,  $R^6$  or  $R^7$  forms a portion of a ring;

 $R^3 \ is \ selected \ from -H, \ C_{1\text{--}10} alkyl, \ C_{2\text{--}10} alkenyl, \ C_{2\text{--}10} alkynyl, \ C_{3\text{--}10} cycloalkyl, \ C_{3\text{--10}} cycloalkyl,$ 

$$R^8$$
,  $R^8$ ,  $R^8$ ,  $R^8$ ,  $R^8$ , and  $R^8$ , optionally substituted with one or more groups selected from  $C_{1-6}$ alkyl, halogen, amino and  $C_{1-6}$ alkoxy;

each of  $R^8$  and  $R^9$  is independently selected from –H,  $C_{1\text{-}10}$ alkyl,  $C_{2\text{-}10}$ alkenyl,  $C_{2\text{-}10}$ alkynyl,  $C_{3\text{-}10}$ cycloalkyl,  $C_{3\text{-}10}$ cycloalkyl- $C_{1\text{-}6}$ alkyl,  $C_{3\text{-}6}$ heterocyclyl,  $C_{6\text{-}10}$ aryl,  $C_{3\text{-}6}$ heterocylcyl- $C_{1\text{-}6}$ alkyl,  $C_{6\text{-}10}$ aryl- $C_{1\text{-}6}$ alkyl, and a divalent  $C_{1\text{-}6}$ group that together with another divalent group selected from  $R^8$  and  $R^9$  forms a portion of a ring, wherein said  $C_{1\text{-}10}$ alkyl,  $C_{2\text{-}10}$ alkenyl,  $C_{2\text{-}10}$ alkynyl,  $C_{3\text{-}10}$ cycloalkyl,  $C_{3\text{-}10}$ cycloalkyl- $C_{1\text{-}6}$ alkyl,  $C_{3\text{-}6}$ heterocyclyl,  $C_{6\text{-}10}$ aryl,  $C_{3\text{-}6}$ heterocylcyl- $C_{1\text{-}6}$ alkyl,  $C_{6\text{-}10}$ aryl- $C_{1\text{-}6}$ alkyl, or divalent  $C_{1\text{-}6}$ group is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy, and –NR $^5$ R $^6$ ; and

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 $R^4$  is selected from –H,  $C_{1-10}$ alkyl,  $C_{2-10}$ alkenyl,  $C_{2-10}$ alkynyl,  $C_{3-10}$ cycloalkyl,  $C_{3-10}$ cycloalkyl- $C_{1-6}$ alkyl, and  $C_{4-8}$ cycloalkenyl- $C_{1-6}$ alkyl.